

IN THE DISTRICT COURT OF OKLAHOMA COUNTY  
STATE OF OKLAHOMA

Oklahoma Department of Securities  
*ex rel.* Melanie Hall, Administrator,

Plaintiff,

v.

Premier Global Corporation, a Kansas corporation,  
Formerly known as Premier Construction Services,  
Inc., and doing business as Premier Construction  
Billing;

Premier Factoring, LLC, a Kansas limited  
liability company;

PF-2, LLC, a Kansas limited liability company;

PF-3, LLC, a Kansas limited liability company;

PF-4, LLC, a Kansas limited liability company;

PF-5, LLC, a Kansas limited liability company;

PF-6, LLC, a Kansas limited liability company;

PF-7 LLC, a Kansas limited liability company;

DDI Advisory Group, LLC, a Kansas limited  
liability company;

Steve Jonathan Parish, an individual;

Richard Dale Dean, an individual;

Premier Marketing Management,  
a Kansas corporation;

Joshua Dane Owen, an individual;

J&H Holdings, LLC, a Kansas limited  
liability company;

Kyle Blackburn, an individual;

Mitzimack, Inc., an Oklahoma corporation;

Erika Greggs, an individual;

Elkins & Associates Inc., an Oklahoma Corporation;

Clyde Edward Elkins, an individual;

James Scott Stanley, an individual;

Brent Lee Worley, an individual;

Byron Kent Freeman, an individual;

Karen Lynne Freeman, an individual; and

Jay Michael Bogdahn, an individual,

Defendants.

FILED IN DISTRICT COURT  
OKLAHOMA COUNTY

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RICK WARREN  
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Case No. CJ-2022-5066

**ANSWER OF DEFENDANTS ELKINS & ASSOCIATES, INC.,**  
**AND CLYDE EDWARD ELKINS**

The Defendants Elkins & Associates, Inc. and Clyde Edward Elkins (herein after "Defendants"), answer the allegations of the Petition by reference to the numbered paragraphs therein as follows:

1. Defendants are without sufficient information to admit or deny the allegations of Paragraph 1, and therefore deny the same.
2. Admitted.
3. Defendants are without sufficient information to admit or deny the allegations of Paragraph 3, and therefore deny the same.
4. Defendants are without sufficient information to admit or deny the allegations of Paragraph 4, and therefore deny the same.
5. Paragraph 5 is denied in its entirety.
6. Defendants are without sufficient information to admit or deny the allegations of Paragraph 6, and therefore deny the same.
7. Paragraph 7 is denied in its entirety.
8. Defendants admit that the referenced lawsuit was filed, but deny that they are parties to it. The remainder of this paragraph is denied.
9. Admitted.
10. Admitted.
11. Admitted.
12. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 12, and therefore deny the same.
13. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 13, and therefore deny the same.
14. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 14, and therefore deny the same.
15. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 15, and therefore deny the same.
16. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 16, and therefore deny the same.

17. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 17, and therefore deny the same.
18. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 18, and therefore deny the same.
19. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 19, and therefore deny the same.
20. Admitted, upon information and belief, that defendant Blackburn is the brother of defendant Griggs. Defendants do not have sufficient information to admit or deny the remaining allegations of this paragraph, and therefore deny the same.
21. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 21, and therefore deny the same.
22. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 22, and therefore deny the same.
23. Admitted.
24. Admitted that Clyde Edward Elkins is an individual who resides in Oklahoma. The remainder of this paragraph is denied.
25. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 25, and therefore deny the same.
26. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 26, and therefore deny the same.
27. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 27, and therefore deny the same.
28. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 28, and therefore deny the same.
29. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 29, and therefore deny the same.
30. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 30, and therefore deny the same.
31. Denied.
32. Denied.



33. Denied.
34. Denied.
35. Denied.
36. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 36, and therefore deny the same.
37. Denied.
38. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 38, and therefore deny the same.
39. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 39, and therefore deny the same.
40. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 40, and therefore deny the same.
41. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 41, and therefore deny the same.
42. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 42, and therefore deny the same.
43. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 43, and therefore deny the same.
44. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 44, and therefore deny the same.
45. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 45, and therefore deny the same.
46. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 46, and therefore deny the same.
47. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 47, and therefore deny the same.
48. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 48, and therefore deny the same.

49. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 49, and therefore deny the same.
50. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 50, and therefore deny the same.
51. Defendants state that the disclosures, terms and conditions of each private placement memoranda ("PPM") speak for themselves. Defendants do not have sufficient information to admit or deny the remaining allegations of paragraph 51 and therefore deny the same.
52. Defendants state that the disclosures, terms and conditions of each PPM speak for themselves.
53. Defendants state that the disclosures, terms and conditions of each PPM speak for themselves.
54. Defendants deny the second sentence of paragraph 54. Defendants do not have sufficient information to admit or deny the remaining allegations of paragraph 54 and therefore deny the same.
55. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 55, and therefore deny the same.
56. Defendants state that the disclosures, terms and conditions of each PPM speak for themselves.
57. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 57, and therefore deny the same.
58. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 58, and therefore deny the same.
59. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 59, and therefore deny the same.
60. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 60, and therefore deny the same.
61. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 61, and therefore deny the same.
62. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.

63. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.
64. Defendants state that the disclosures, terms and conditions of each PPM speak for themselves. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 64, and therefore deny the same.
65. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 65, and therefore deny the same.
66. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 66, and therefore deny the same.
67. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 67, and therefore deny the same.
68. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.
69. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 69, and therefore deny the same.
70. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 70, and therefore deny the same.
71. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 71, and therefore deny the same.
72. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.
73. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 73, and therefore deny the same.
74. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 74, and therefore deny the same.
75. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.
76. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 76, and therefore deny the same.



- 77. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 77, and therefore deny the same.
- 78. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 78, and therefore deny the same.
- 79. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 79, and therefore deny the same.
- 80. Defendants do not have sufficient information to admit or deny the allegations of Paragraph 80, and therefore deny the same.

DEFENDANTS ANSWERS TO  
PLAINTIFFS' FIRST CAUSE OF ACTION

- 81. Defendants incorporate by reference their answers to each allegation in paragraphs 1 through 80.
- 82. Denied.
- 83. Denied.
- 84. Denied.

DEFENDANTS' ANSWERS TO  
PLAINTIFF'S SECOND CAUSE OF ACTION

- 85. Defendants incorporate by reference their answers to each allegation contained in the preceding cause of action.
- 86. Denied.
- 87. Denied.
- 88. Denied.
- 89. Denied.
- 90. Denied.

DEFENDANTS' ANSWERS TO  
PLAINTIFF'S THIRD CAUSE OF ACTION

- 91. Defendants incorporate by reference their answers to each allegation contained in the preceding cause of action.

92. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.
93. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this Paragraph, and therefore deny the same.

DEFENDANTS' ANSWERS TO  
PLAINTIFF'S FOURTH CAUSE OF ACTION

94. Defendants incorporate by reference their answers to each allegation contained in the preceding causes of action.
95. Denied as to the Defendants. Defendants do not have sufficient information to admit or deny the remaining allegations of this paragraph, and therefore deny the same.
96. Denied.

DEFENDANTS' ANSWERS TO  
PLAINTIFF'S FIFTH CAUSE OF ACTION

97. Defendants incorporate by reference their answers to each allegation contained in the preceding causes of action.
98. Denied.

DEFENDANTS' RESPONSE TO  
PLAINTIFF'S PRAYER FOR RELIEF

Defendants deny each and every material allegation against them contained in Plaintiff's Prayer for Relief.

AFFIRMATIVE DEFENSES

1. The Petition fails to plead facts upon which relief can be granted.
2. Estoppel.
3. Statute of Limitations.
4. Defendants specifically deny any alleged violation by them, or either of them, in this case, of the Oklahoma Uniform Securities Act of 2002 (the "Act"). At no time have Defendants, or either of them, issued, offered or sold securities, not have they acted as an agent, for the purpose of offering the sale or purchase of securities in this case.

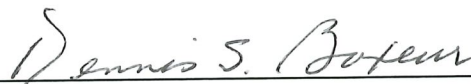


5. Defendants deny that they have engaged in the sale of any security to any of the investors. To the extent that it is found that Defendants did participate in the sale of any said security, said security is exempt from the requirements of 71 O.S. §§ 1-301 and 1-504.
6. Defendants deny that they were a party to or engaged in any transaction between any of the investors and the other parties to this case. To the extent that it is found that Defendants did participate in said transactions, said transactions are exempt from registration pursuant to 71 O.S. §§ 1-201 and 1-202.
7. Defendants specifically deny that they are agents engaged in the sale of any security to any investors in this case. To the extent that it is found that Defendants are agents engaged in the sale of a security, Defendants are exempt from registration pursuant to 71 O.S. § 1-402.
8. Defendants deny that they have violated any duty owed to Plaintiff or any Oklahoma investors.
9. There is no casual connection between Defendants' actions and the Oklahoma investor's claimed injuries.
10. Defendants reserve the right to amend this Answer to assert any additional or alternative defenses as discovery continues.

Wherefore, having fully answered, the Defendants pray that the Plaintiff takes nothing, that the Petition be denied in its entirety and that the Defendants be discharged with an award of their costs, including a reasonable attorney fee and any other relief that the Court believes is just and proper.

Dated this 23<sup>rd</sup> day of November, 2022.

Respectfully submitted,



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and Clyde Edward Elkins*

**CERTIFICATE OF SERVICE**

I hereby certify that on the 23<sup>rd</sup> day of November, 2022, a true and correct copy of the above document was also mailed by first class mail, with postage fully prepaid thereon, to:

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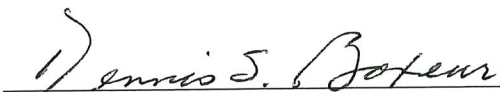
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